

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

CAYVEST GLOBAL MANDATE INC.
f/k/a CAYVEST US EQUITY, INC.

Plaintiff,

v.

LEWIS ASSET MANAGEMENT CORP.,
LAM OPPORTUNITY FUND, LTD, W.
AUSTIN LEWIS, IV, ANDREW J. KUNAR,
AND CHRISTOPHER WETHERHILL.

Defendants.

Index No.: 1:10-cv-695 (RMB)

**MICHAEL J. MAROTTE'S
AFFIRMATION**

MICHAEL J. MAROTTE, an attorney duly admitted to practice law in the Southern District of New York, hereby affirms the following under the penalties of perjury:

1. I am an attorney with SCHENCK, PRICE, SMITH & KING, LLP, counsel for Plaintiff, CAYVEST GLOBAL MANDATE INC. f/k/a CAYVEST US EQUITY, INC., in the above-referenced action. As such, I am familiar with the facts and circumstances underlying same.

2. This affirmation is submitted in support of Plaintiff's Cross-Motion for the Appointment of a Receiver to Oversee the Fund's Liquidation. This affirmation is also submitted in opposition to Defendant's Motion to Dismiss.

3. I began representing the plaintiffs shortly after the defendants refused to timely supply the plaintiffs with its redemption proceeds.

4. As a part of my representation, I communicated with the defendants and all of their identifiable representatives.

5. According to the Confidential Private Placement Memorandum dated March 1, 2006, attorneys at “Seward & Kissel serve as counsel to the Fund and the Investment Adviser in connection with matters pertaining to U.S. law.” See Exhibit 2 to Campbell Affirmation, page 64.

6. Therefore, I called Seward & Kissel to inquire about the status of my client’s redemption proceeds.

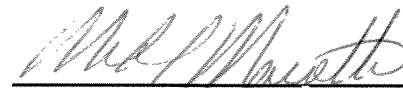
7. On March 4, 2009, attorneys at Seward & Kissel contacted me to advise that they were not representing the Fund, had never represented the Fund, and had no knowledge of the matters at hand.

WHEREFORE, it is respectfully requested submitted that this Court should grant plaintiff’s cross-motion and deny defendants’ motion and granting such other and further relief it may deem just and proper.

Dated: October 13, 2010

JPC/01120908

SCHENCK, PRICE, SMITH & KING, LLP
Attorneys for Plaintiff

A handwritten signature in cursive script, appearing to read "Michael J. Marotte", written in dark ink over a horizontal line.

Michael J. Marotte